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13	Attorneys for Defendants Georges Antoun,	
14	Kevin DeNuccio, Sarita James, Jay Leupp, Merrick D. Okamoto, Said Ouissal, Simeon	
17	Salzman, and Fred Thiel, and Nominal Defendant	
15	Marathon Digital Holdings, Inc.	
16	LINITED OT A TEC DIOT	DICT COLDT
16	UNITED STATES DIST	RICT COURT
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17	DISTRICT OF N	EVADA
	DISTRICT OF NO KIMBERLY BERNARD, Derivatively on Behalf of	
17	DISTRICT OF N	EVADA
17 18 19	DISTRICT OF NO KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),	EVADA Case No.: 2:22
17 18	DISTRICT OF NO KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff,	EVADA Case No.: 2:22 DECLARATI
17 18 19	DISTRICT OF NO KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),	EVADA Case No.: 2:22
17 18 19 20 21	DISTRICT OF NOTE AND ADDRESS ANTOUN, KEVIN	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
17 18 19 20	DISTRICT OF NOTE AND ASSESSED BY A STREET THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP,	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE
17 18 19 20 21 22	DISTRICT OF NOT KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff, v. FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
17 18 19 20 21	DISTRICT OF NOTE AND ASSESSED BY A STREET THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP,	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
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17 18 19 20 21 22 23 24	DISTRICT OF NOT KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff, v. FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and SIMEON SALZMAN, Defendants,	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
17 18 19 20 21 22 23 24 25 26	KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff, v. FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and SIMEON SALZMAN, Defendants, -and- MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
17 18 19 20 21 22 23 24 25	DISTRICT OF NOT KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff, v. FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and SIMEON SALZMAN, Defendants, -and- MARATHON DIGITAL HOLDINGS, INC. (f/k/a	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES
17 18 19 20 21 22 23 24 25 26	KIMBERLY BERNARD, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.), Plaintiff, v. FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and SIMEON SALZMAN, Defendants, -and- MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),	EVADA Case No.: 2:22 DECLARATI RADIN OPPO INDEFINITE DEADLINES

James J. Pisanelli, Bar No. 4027

Debra L. Spinelli, Bar No. 9695 M. Magali Mercera, Bar No. 11742

PISANELLI BICE PLLC

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DECLARATION OF STEPHEN A. RADIN OPPOSING MOTION TO INDEFINITELY STAY DEADLINES TO RESPOND TO MOTIONS TO DISMISS

Case No.: 2:22-cv-00305-RFB-VCF

ROY STRASSMAN, Derivatively on Behalf of MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),

Case No.: 2:22-cv-00724-ART-EJY

Plaintiff,

v.

FRED THIEL, GEORGES ANTOUN, KEVIN DENUCCIO, SARITA JAMES, JAY LEUPP, SAID OUISSAL, MERRICK D. OKAMOTO, and SIMEON SALZMAN,

Defendants,

-and-

MARATHON DIGITAL HOLDINGS, INC. (f/k/a MARATHON PATENT GROUP, INC.),

Nominal Defendant.

I, Stephen A. Radin, declare the following:

- 1. I am a member of the law firm Weil, Gotshal & Manges, counsel for Defendants Georges Antoun, Kevin DeNuccio, Sarita James, Jay Leupp, Merrick D. Okamoto, Said Ouissal, Simeon Salzman, and Fred Thiel and Nominal Defendant Marathon Digital Holdings, Inc. in the above-captioned *Bernard* action and the above-captioned *Strassman* action. I have been admitted to practice before this Court *pro hac vice* in both actions.
- 2. I submit this declaration in opposition to the motions by plaintiffs in the above-captioned actions seeking, among other things, to stay briefing of motions to dismiss for an indefinite period of time. *Bernard* ECF Nos. 34, 35, and 36, *Strassman* ECF Nos. 19, 20. Neither Defendants nor Marathon oppose plaintiffs' other requested relief.
- 3. On May 17, 2022, I sent an email to Mark C. Rifkin of the firm Wolf Haldenstein Adler Freeman & Herz LLP, plaintiffs' counsel in the *Strassman* action, proposing briefing the motion to dismiss the *Strassman* action on the same schedule that the Court ordered on April 18, 2022 in the *Bernard* action. I wrote that, if that did not work for Mr. Rifkin, I would be "[h]appy to accommodate any reasonable request." A true and correct copy of this email is attached as Exhibit A.

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4. On May 18, 2022, Mr. Rifkin informed me by telephone that plaintiffs in the
Bernard and Strassman actions intended to move to consolidate the cases and file a consolidate
complaint before briefing the pending motions to dismiss. I offered to stipulate to consolidation
and asked Mr. Rifkin to propose a date for the filing of the consolidated complaint. I reiterate
what I stated in my May 17, 2022 email: that I was "[h]appy to accommodate any reasonab
request." Mr. Rifkin declined to propose a date. He stated that he would discuss the matter with
counsel in the <i>Bernard</i> action and call me back.

5. I heard nothing further from Mr. Rifkin until May 23, 2022, when, rather than calling me back, plaintiffs filed the motions now before the Court.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct based upon my knowledge, information, and belief.

Executed on: May 27, 2022

/s/ Stephen A. Radin Stephen A. Radin

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that I am an employee of PISANELLI BICE PLLC and that, on this 27th day of May 2022, I caused to be served via the Court's CM/ECF program true and correct copies of the above and foregoing **DECLARATION OF STEPHEN A. RADIN OPPOSING MOTION TO INDEFINITELY STAY DEADLINES TO RESPOND TO MOTIONS TO DISMISS** to all parties via electronic service.

An employee of PISANELLI BICE PLLC $\,$

/s/ Cinda Towne

EXHIBIT A

May 17, 2022 Email from Stephen Radin to Mark Rifkin

Radin, Stephen

From:

Radin, Stephen

Sent:

Tuesday, May 17, 2022 10:21 AM

To:

'rifkin@whafh.com'

Subject:

Marathon Derivative Action

Mark:

I think we had a matter together years ago - maybe Westinghouse or CBS?

I'm writing about Marathon. As you know, we've moved to dismiss your action (Strassman, Case No. 00724) on the same grounds Marathon moved on April 4 to dismiss the previously filed action (Bernard, Case No. 00305). The default schedule in Nevada is two weeks for your answer to the motion, May 24, and the opposition to the motion in Bernard, filed on April 4, is due on May 31. I assume you are working with the plaintiff in Bernard, since the complaints in the two cases are identical. Would it work for you to oppose our motion on the same schedule, i.e., on May 31? Happy to accommodate any reasonable request.

Best,

Steve

Weil

Stephen A. Radin

Weil, Gotshal & Manges LLP 767 Fifth Avenue New York, New York 10153 Telephone: (212) 310-8770 Facsimile: (212) 310-8007 E-Mail: stephen.radin@weil.com